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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:
 THE RHODES COMPANIES, LLC, aka
 "Rhodes Homes," et al.,¹
 Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

Affects:

☒ All Debtors

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf and Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

☐ Affects the following Debtor(s)

**DEBTORS' STATEMENT OF PAYMENTS TO ORDINARY COURSE
PROFESSIONALS FROM THE PETITION DATE THROUGH SEPTEMBER 30, 2009**

Pursuant to the *Order Granting Debtors' Motion Pursuant to Sections 105(A), 327, 328, And 330 of the Bankruptcy Code for an Order Authorizing the Debtors to Retain, Employ, and Compensate Certain Professionals Utilized by the Debtors in the Ordinary Course Of Business* [Docket Number 187] (the "OCP Order"), the above-captioned debtors and debtors in possession (the "Debtors") are filing this statement (the "Statement") regarding the aggregate payments the Debtors have made between March 31, 2009 and September 30, 2009 to the following ordinary course professionals hired pursuant to the OCP Order:

1. La Jolla Pacific of Nevada, Ltd. (disclosure declaration filed on June 16, 2009 – docket number 242)

The Debtors have paid La Jolla Pacific of Nevada, Ltd. \$7,127.40. La Jolla Pacific of Nevada, Ltd. has performed quality assurance and photo documentation consulting.

2. Craig D. Guenther, P.C. (disclosure declaration filed on June 16, 2009 – docket number 244)

The Debtors have paid Craig D. Guenther, P.C. \$14,095. Craig D. Guenther, P.C. has performed labor and commercial law services.

3. Lee, Hernandez, Kelsey, Brooks, Garofalo & Blake (disclosure declaration filed on June 16, 2009 – docket number 243)

The Debtors did not make any payments to Lee, Hernandez, Kelsey, Brooks, Garofalo & Blake, which has performed civil litigation services to the Debtors, including the settlements with the Kitec homeowners, the Fulks homeowners and the Elkhorn Springs homeowners' association.

4. Cooksey, Toolen, Gage, Duffy & Woog (disclosure declaration filed on June 16, 2009 – docket number 245)

The Debtors did not make any payments to Cooksey, Toolen, Gage, Duffy & Woog, which was employed regarding the *Martinez v. Rhodes* litigation, which is stayed by the automatic stay.

1 5. Reeves, Evans, McBride & Zhang, LLP (disclosure declaration filed on June 17,
2 2009 – docket number 246)

3 The Debtors did not make any payments to Reeves, Evans, McBride & Zhang, LLP,
4 which was employed to perform tax preparation and accounting services.

5 6. Lipson, Neilson, Cole, Seltzer, Garin P.C. (disclosure declaration filed on August
6 12, 2009 – docket number 401)

7 The Debtors did not make any payments to Lipson, Neilson, Cole, Seltzer, Garin P.C.,
8 which was employed as insurance counsel.

9 7. Shimon & Smith, P.C. (disclosure declaration filed on August 13, 2009 – docket
10 number 402)

11 The Debtors did not make any payments to Shimon & Smith, P.C., which was employed
12 to perform legal services with respect to mechanic's lien claims and matters with the Nevada
13 State Contractors Board.

14 8. Baird, Williams & Greer, LLP (disclosure declaration filed on September 11,
15 2009 – docket number 487)

16 The Debtors did not make any payments to Baird, Williams & Greer, LLP, which was
17 employed to litigate *Rhodes Homes Arizona LLC v. Stanley Consultants, Inc.*, case number CV
18 2006-011358, pending in the Superior Court of Arizona, Maricopa County, through trial and
19 post-trial proceedings.

20 **DATED** this 29th day of October, 2009.

LARSON & STEPHENS

21
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